

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.
SECURITIES LITIGATION

Case No. 4:19-cv-00957

CLASS ACTION

[Lead Case]

ALYESKA MASTER FUND, L.P.,
ALYESKA MASTER FUND 2, L.P., and
ALYESKA MASTER FUND 3, L.P.,

Civil Action No. 4:22-cv-001189

[Consolidated Case]

Plaintiffs,

v.

ALTA MESA RESOURCES, INC., f/k/a
SILVER RUN ACQUISITION
CORPORATION II; RIVERSTONE
HOLDINGS LLC; ARM ENERGY
HOLDINGS LLC; BAYOU CITY
ENERGYMANAGEMENT, LLC; HPS
INVESTMENT PARTNERS, LLC; JAMES
T. HACKETT, HARLAN H. CHAPPELLE,
WILLIAM GUTERMUTH, JEFFREY H.
TEPPER, DIANA J. WALTERS;
MICHAEL E. ELLIS; RONALD SMITH;
DON DIMITRIEVICH; PIERRE F.
LAPEYRE, JR.; DAVID M. LEUSCHEN;
WILLIAM W. MCMULLEN; DONALD
SINCLAIR; STEPHEN COATS; and
THOMAS J. WALKER,

Defendants.

ORBIS GLOBAL EQUITY LE FUND
(AUSTRALIA REGISTERED), ORBIS
GLOBAL EQUITY FUND (AUSTRALIA
REGISTERED), ORBIS GLOBAL
BALANCED FUND (AUSTRALIA
REGISTERED), ORBIS SICAV, ORBIS
INSTITUTIONAL GLOBAL EQUITY L.P.,
ORBIS GLOBAL EQUITY FUND
LIMITED, ORBIS INSTITUTIONAL
FUNDS LIMITED, ALLAN GRAY
AUSTRALIA BALANCED FUND, ORBIS
OEIC, and ORBIS INSTITUTIONAL U.S.
EQUITY L.P.,

Plaintiffs,

v.

ALTA MESA RESOURCES, INC., f/k/a
SILVER RUN ACQUISITION
CORPORATION II; RIVERSTONE
HOLDINGS LLC; ARM ENERGY
HOLDINGS LLC; BAYOU CITY
ENERGYMANAGEMENT, LLC; HPS
INVESTMENT PARTNERS, LLC; JAMES
T. HACKETT, HARLAN H. CHAPPELLE,
WILLIAM GUTERMUTH, JEFFREY H.
TEPPER, DIANA J. WALTERS;
MICHAEL E. ELLIS; RONALD SMITH;
DON DIMITRIEVICH; PIERRE F.
LAPEYRE, JR.; DAVID M. LEUSCHEN;
WILLIAM W. MCMULLEN; DONALD
SINCLAIR; STEPHEN COATS; and
THOMAS J. WALKER,

Defendants.

Civil Action No. 4:22-cv-02590

[Consolidated Case]

**DECLARATION OF COURTNEY C. WHANG
IN SUPPORT OF DEFENDANTS' OPPOSITION TO OPT-OUT PLAINTIFFS'
MOTION TO EXCLUDE EXPERT OPINIONS OF STEVEN J. PULLY**

I, Courtney C. Whang, declare as follows:

1. I am a partner at the law firm Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Defendants Donald Dimitrievich and HPS Investment Partners, LLC in this action. I am a member of the Bar of the State of New York and have been admitted *pro hac vice* to practice before this Court. I respectfully submit this declaration in support of certain Defendants' Opposition to Opt-Out Plaintiffs' Motion to Exclude Expert Opinions of Steven J. Pully, and to put certain relevant documents before the Court. On information and belief, I understand the facts in this declaration to be true.

2. Attached hereto as **Exhibit A** is a true and correct copy of the Expert Report of Steven J. Pully, CPA, CFA, Esq., dated August 31, 2023.

3. Attached hereto as **Exhibit B** is a true and correct copy of Adam Badawi's Rebuttal to the Opinions Offered by Charles Whitehead and Steven J. Pully, dated October 19, 2023.

4. Attached hereto as **Exhibit C** is a true and correct copy of excerpts from the transcript of Adam Badawi's November 16, 2023 deposition.

5. Attached hereto as **Exhibit D** is a true and correct copy of excerpts from the transcript of Steven Pully's November 9, 2023 deposition.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 19, 2024 in New York, New York.

Dated: January 19, 2024

/s/ Courtney C. Whang
By: Courtney C. Whang